

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

SEP 29 2003

Claudette

OFFICE OF
MANAGING DIRECTOR

Ms. Regina Famiglietti Pace
Fleischman & Walsh, L.L.P.
1400 Sixteenth Street, N.W.
Washington, DC 20036

Re: Request for Filing Fee Waiver
And Refund
Fee Control No. 0306098994016010

Dear Ms. Pace:

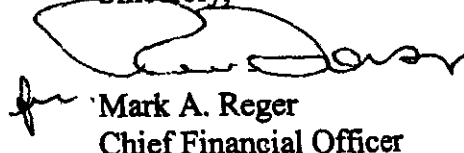
This letter is in response to your request for waiver and refund of filing fees in the total amount of \$2,860 submitted on behalf of Mallard Holdings, Inc., Debtor-in-Possession and SunTel Communications, L.L.C., Debtor-in-Possession, in connection with applications filed June 6, 2003 for pro forma assignment of twelve CARS station licenses and one OFS station license.

You recite that on May 9, 2003 Mallard and SunTel filed petitions for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware and were jointly assigned Bankruptcy Case No. 03-11391. You attach in support copies of the bankruptcy filings. You request a refund of the filing fees based on financial hardship.

Section 1.1117 of the Commission's Rules, 47 C.F.R. § 1.1117, provides that filing fees may be waived upon a showing of good cause and a finding that the public interest will be served thereby. See Establishment of a Fee Collection Program to Implement the Provisions of the Consolidated Omnibus Budget Reconciliation Act of 1985, 2 FCC Rcd 3558, 3572-73 (1990). We find that the current Chapter 11 bankruptcy proceeding involving Mallard and SunTel substantiates their claim of financial hardship and demonstrates good cause for waiver and refund of the filing fees. See MobileMedia Corporation, 14 FCC Rcd 8017, 8027 (1999) (bankruptcy establishes good cause for waiver of filing fee). Therefore, your request is granted.

Checks, made payable to the makers of the original checks and totaling \$2,860, will be sent to you at the earliest practicable time. If you have any questions concerning this refund, please contact the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,


Mark A. Reger
Chief Financial Officer

0246070117016010
0306098205146002
0306098205146003

FLEISCHMAN AND WALSH, L.L.C.

ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION

1400 SIXTEENTH STREET, N. W.

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TEL (202) 939-7900 FAX (202) 745-0918

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AARON I. FLEISCHMAN

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CHARLES S. WALSH
ARTHUR H. HARDING
STUART F. FELDSTEIN
JEFFREY L. HARDIN
STEPHEN A. BOUCHARD
R. BRUCE BECKNER
CHRISTOPHER G. WOOD
SETH A. DAVIDSON
JAMES F. MORIARTY
MATTHEW D. EMMER
LOUIS H. DUPART
SHARON O'MALLEY MONAHAN**
LAWRENCE R. FREEDMAN
ERIC E. BREISACH***
JOEL D. BONFIGLIO
SETH M. WARNER

RECEIVED
FCC
JUN 11 P 3:30
ACCOUNT PROCESSING
GROUP-LEF/RPT/TMT

RECEIVED

June 9, 2003

JUN - 9 2003

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

JILL KLEPPE McCLELLAND
REGINA FAMIGLIETTI PACE
CRAIG A. GILLEY
MARK D. PIHLSTROM
BRIAN C. MALADY
THOMAS E. KNIGHT
MARK S. DENBO
STEVEN J. HAMRICK
KEVIN C. BRENNAN
RICHARD L. DAVIS
SHARI L. WILKOZEK
LISA CHANDLER CORDELL
JOHN P. McALLISTER**
DAVID J. LAVAN
AIMEE E. KNAPP
KRISTA K. STARK**
ANDREW QUINN**
JAMES N. MOSKOWITZ

* VA BAR ONLY
** MA BAR ONLY
*** NJ AND IL BAR ONLY
+ IL BAR ONLY
** LEGISLATIVE, NON-LAWYER

Mr. Andrew S. Fishel
Managing Director
Federal Communications Commission
Office of Managing Director
445 12th Street, SW
Washington, DC 20554

Re: Mallard Holdings, Inc., Debtor-in-Possession
SunTel Communications, L.L.C., Debtor-in-Possession
Waiver and Refund of Filing Fees Pursuant to 47 C.F.R. § 1.1117(a)-(c)

Dear Mr. Fishel:

Mallard Holdings, Inc., Debtor-in-Possession ("Mallard") and SunTel Communications, L.L.C., Debtor-in-Possession ("SunTel") (collectively, the "Companies"), by their attorneys and pursuant to Sections 1.1117(a)-(c) of the Commission's rules, herein seek a waiver of Sections 1.1102 and 1.1104 of the Commission's rules with respect to certain *pro forma* assignment applications submitted on June 6, 2003 by the Companies. Because the Companies paid the required filing fees upon the filing of such applications, the Companies hereby request a complete refund of the filing fee amounts, as detailed below.

On May 9, 2003, both Companies filed petitions for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware, jointly assigned Bankruptcy Case No. 03-11391. Copies of both Companies' bankruptcy filings are attached as exhibits to the CARS station applications attached hereto as Exhibit 1. In connection with the Companies' bankruptcy filings, the Commission's rules require the filing of *pro forma* assignment applications covering every FCC license held by the Companies. The Companies herein seek a complete waiver and refund of the relevant filing fees normally associated with such *pro forma* assignment applications in light of the financial hardship the Companies now face.¹

Copies of all of the *pro forma* assignment applications filed on June 6, 2003, with proof of payment of the applicable filing fees, are attached as Exhibit 1 hereto. The applications consist of:

¹ See Mobilemedia Corporation et al., Memorandum Opinion and Order, 14 FCC Rcd 8017, ¶ 40 (1999).

RECEIVED JUN 11 2003

Mr. Andrew S. Fishel

June 9, 2003

Page 2

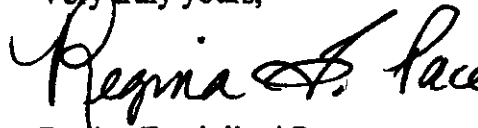
1. Two FCC Forms 327 covering the *pro forma* assignment of ten CARS station licenses held by Mallard and two CARS station licenses held by SunTel (Fee Code: TIC), to be processed by the Media Bureau
2. One FCC Form 603 covering the *pro forma* assignment of one OFS station license (Fee Code: PEOM), to be processed by the Wireless Bureau

Accordingly, the Companies request that the filing fees that accompanied the above-listed applications (totaling \$2,860.00) be refunded to each Company at the following address:

3281 Racquet Club Drive
Suite B
Traverse City, MI 49684

Should there be any questions regarding the foregoing, please communicate directly with the undersigned.

Very truly yours,



Regina Famiglietti Pace
Counsel to Mallard Holdings, Inc.,
Debtor-in-Possession and SunTel Communications,
L.L.C., Debtor-in-Possession

cc: Tom Putnam, FCC (complete copy)

157075

EXHIBIT 1

(Copies of *Pro Forma* Assignment Applications Filed on June 6, 2003)

FLEISCHMAN AND WALSH, L. L. P.

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION
1400 SIXTEENTH STREET, N. W.
WASHINGTON, D. C. 20036
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DAVID J. LAVAN
AIMEE E. KNAPP
KRISTA K. STARK**
ANDREW QUINN**
JAMES N. MOSKOWITZ

June 6, 2003

* VA BAR ONLY
** MA BAR ONLY
*** MI AND IL BAR ONLY
+ IL BAR ONLY
** LEGISLATIVE, NON-LAWYER

VIA COURIER

Federal Communications Commission
Media Bureau
P.O. Box 358205
Pittsburgh, PA 15251-5205

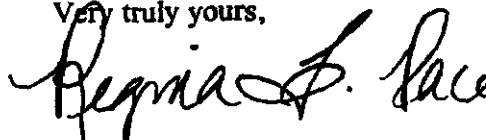
**Re: Mallard Holdings, Inc./Mallard Holdings, Inc., Debtor-in-Possession
Application for Consent to *Pro Forma* Assignment of Ten CARS Stations**

Dear Sir or Madam:

Transmitted herewith, in triplicate, on behalf of Mallard Holdings, Inc., Debtor-in-Possession, is an application for consent to the *pro forma* assignment of the ten CARS station licenses listed at Exhibit A from Mallard Holdings, Inc. to Mallard Holdings, Inc., Debtor-in-Possession as fully described in the exhibits accompanying the above-referenced application. Transmitted herewith, additionally, is a check in the amount of \$2,200.00 made payable to the Commission to cover the appropriate filing fee, as well as an FCC Form 159.

Should there be any questions concerning this application, please communicate directly with the undersigned.

Very truly yours,



Regina Famiglietti Pace
Counsel for Mallard Holdings, Inc.,
Debtor-in-Possession

Enclosures
156966

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589
Page No 1 of 3

(1) LOCKBOX #

358205

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)
Mallard Cablevision, L.L.C., Debtor-in-Possession

(3) TOTAL AMOUNT PAID (U.S. Dollars and
\$2,200.00

(4) STREET ADDRESS LINE NO. 1
3281 Racquet Club Drive

(5) STREET ADDRESS LINE NO. 2
Suite B

(6) CITY
Traverse City

(7) STATE
MI

(8) ZIP CODE
49684

(9) DAYTIME TELEPHONE NUMBER (include area code)
231-932-7113

(10) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)
0009-0727-52

(12) PAYER (TIN)
76-0620552

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICANT NAME
Mallard Holdings, Inc., Debtor-in-Possession

(14) STREET ADDRESS LINE NO. 1
3281 Racquet Club Drive

(15) STREET ADDRESS LINE NO. 2
Suite B

(16) CITY
Traverse City

(17) STATE
MI

(18) ZIP CODE
49684

(19) DAYTIME TELEPHONE NUMBER (include area code)
231-932-7113

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)
0008-9775-48

(22) APPLICANT (TIN)
76-0624602

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID
WLY-382

(24A) PAYMENT TYPE CODE
TIC

(25A) QUANTITY
1

(26A) FEE DUE FOR (PTC)
\$220.00

(27A) TOTAL FEE
\$220.00

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID
WLY-671

(24B) PAYMENT TYPE CODE
TIC

(25B) QUANTITY
1

(26B) FEE DUE FOR (PTC)
\$220.00

(27B) TOTAL FEE
\$220.00

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT
I, Regina F. Pace

certify under penalty of perjury that the foregoing and supporting information is true and correct to
the best of my knowledge, information and belief.

SIGNATURE

Regina F. Pace

DATE 06/06/03

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION

☐ MASTERCARD

☐ VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

SIGNATURE

DATE

REMITTANCE ADVICE (Continuation Sheet)

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB

3060-0589

Page No 2 of 3

SPECIAL USE

FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT

SECTION BB - ADDITIONAL APPLICANT INFORMATION

| | | |
|--|--------------------------------------|---------------|
| (13) APPLICANT NAME | | |
| (14) STREET ADDRESS LINE NO. 1 | | |
| (15) STREET ADDRESS LINE NO. 2 | | |
| (16) CITY | (17) STATE | (18) ZIP CODE |
| (19) DAYTIME TELEPHONE NUMBER (include area code) | (20) COUNTRY CODE (if not in U.S.A.) | |
| FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED | | |
| (21) APPLICANT (FRN) | (22) APPLICANT (TIN) | |

IF MORE BOXES ARE NEEDED, USE ADDITIONAL FCC 159-C CONTINUATION SHEETS TO LIST EACH SERVICE

SECTION CC - PAYMENT INFORMATION

| | | |
|-------------------------------------|--------------------------------|---------------------|
| (23A) CALL SIGN/OTHER ID WLY-672 | (24A) PAYMENT TYPE CODE TIC | (25A) QUANTITY 1 |
| (26A) FEE DUE FOR (PTC) \$220.00 | (27A) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28A) FCC CODE 1 | (29A) FCC CODE 2 | |
| (23B) CALL SIGN/OTHER ID WLY-673 | (24B) PAYMENT TYPE CODE TIC | (25B) QUANTITY 1 |
| (26B) FEE DUE FOR (PTC) \$220.00 | (27B) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28B) FCC CODE 1 | (29B) FCC CODE 2 | |
| (23C) CALL SIGN/OTHER ID WLY-674 | (24C) PAYMENT TYPE CODE TIC | (25C) QUANTITY 1 |
| (26C) FEE DUE FOR (PTC) \$220.00 | (27C) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28C) FCC CODE 1 | (29C) FCC CODE 2 | |
| (23D) CALL SIGN/OTHER ID WLY-675 | (24D) PAYMENT TYPE CODE TIC | (25D) QUANTITY 1 |
| (26D) FEE DUE FOR (PTC) \$220.00 | (27D) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28D) FCC CODE 1 | (29D) FCC CODE 2 | |
| (23E) CALL SIGN/OTHER ID WLY-677 | (24E) PAYMENT TYPE CODE TIC | (25E) QUANTITY 1 |
| (26E) FEE DUE FOR (PTC) \$220.00 | (27E) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28E) FCC CODE 1 | (29E) FCC CODE 2 | |
| (23F) CALL SIGN/OTHER ID WLY-680 | (24F) PAYMENT TYPE CODE TIC | (25F) QUANTITY 1 |
| (26F) FEE DUE FOR (PTC) \$220.00 | (27F) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28F) FCC CODE 1 | (29F) FCC CODE 2 | |

REMITTANCE ADVICE (Continuation Sheet)

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB

3060-0589

Page No 3 of 3

| |
|--------------|
| SPECIAL USE |
| FCC USE ONLY |

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT

SECTION BB - ADDITIONAL APPLICANT INFORMATION

| | | |
|--|--------------------------------------|---------------|
| (13) APPLICANT NAME | | |
| (14) STREET ADDRESS LINE NO 1 | | |
| (15) STREET ADDRESS LINE NO. 2 | | |
| (16) CITY | (17) STATE | (18) ZIP CODE |
| (19) DAYTIME TELEPHONE NUMBER (include area code) | (20) COUNTRY CODE (if not in U.S.A.) | |
| FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED | | |
| (21) APPLICANT (FRN) | (22) APPLICANT (TIN) | |

IF MORE BOXES ARE NEEDED, USE ADDITIONAL FCC 159-C CONTINUATION SHEETS TO LIST EACH SERVICE

SECTION CC - PAYMENT INFORMATION

| | | |
|-------------------------------------|--------------------------------|---------------------|
| (23A) CALL SIGN/OTHER ID WLY-723 | (24A) PAYMENT TYPE CODE TIC | (25A) QUANTITY 1 |
| (26A) FEE DUE FOR (PTC) \$220.00 | (27A) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28A) FCC CODE 1 | (29A) FCC CODE 2 | |
| (23B) CALL SIGN/OTHER ID WLY-729 | (24B) PAYMENT TYPE CODE TIC | (25B) QUANTITY 1 |
| (26B) FEE DUE FOR (PTC) \$220.00 | (27B) TOTAL FEE \$220.00 | FCC USE ONLY |
| (28B) FCC CODE 1 | (29B) FCC CODE 2 | |
| (23C) CALL SIGN/OTHER ID | (24C) PAYMENT TYPE CODE | (25C) QUANTITY |
| (26C) FEE DUE FOR (PTC) | (27C) TOTAL FEE | FCC USE ONLY |
| (28C) FCC CODE 1 | (29C) FCC CODE 2 | |
| (23D) CALL SIGN/OTHER ID | (24D) PAYMENT TYPE CODE | (25D) QUANTITY |
| (26D) FEE DUE FOR (PTC) | (27D) TOTAL FEE | FCC USE ONLY |
| (28D) FCC CODE 1 | (29D) FCC CODE 2 | |
| (23E) CALL SIGN/OTHER ID | (24E) PAYMENT TYPE CODE | (25E) QUANTITY |
| (26E) FEE DUE FOR (PTC) | (27E) TOTAL FEE | FCC USE ONLY |
| (28E) FCC CODE 1 | (29E) FCC CODE 2 | |
| (23F) CALL SIGN/OTHER ID | (24F) PAYMENT TYPE CODE | (25F) QUANTITY |
| (26F) FEE DUE FOR (PTC) | (27F) TOTAL FEE | FCC USE ONLY |
| (28F) FCC CODE 1 | (29F) FCC CODE 2 | |

FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

Approved by OMB
3060-0056

APPLICATION FOR CABLE TELEVISION RELAY SERVICE STATION AUTHORIZATION

SCHEDULE A

FCC/MELLON

JUN 06 2003

Page 1 of 10

on for. ☐ License ☐ Renewal ☒ Assignment of License
(only one box) ☐ Modification ☐ Reinstatement ☐ Transfer of Control
☐ Amendment of Application

Does application refer to an existing station? ☒ YES ☐ NO If "YES," give call sign See Exhibit A

If application is for a modification of a licensed station, check the box(es) for the appropriate description(s). Attach Exhibit A-1 a complete explanation of the modification or proposed construction.

Channel(s) ☐ Change Transmit Site ☐ Add Receive Site(s) ☐ Change Antenna System
Channel(s) ☐ Change Operating Power ☐ Delete Receive Site(s) ☐ Change Height of Antenna Structure
☐ Change Receive Site(s) ☐ Change Height of Antenna

Letter

Specify)

Name, mailing address, and telephone number of the applicant.

NAME OF APPLICANT (If person, list last name first)

Holdings, Inc., Debtor-in-Possession

NAME HERE IF NEEDED

NAME USED FOR DOING BUSINESS (If any)

STREET ADDRESS OR P.O. BOX

Macquet Club Drive, Suite B

City

STATE
MI

ZIP CODE
49684

AREA CODE
(231)

TELEPHONE NO.
932-7113

Internal Revenue Service Employer Identification (E.I.) Number used by the applicant.
Applicant has no E.I. Number, use Social Security Number.

E.I. NO. (OR SOC. SEC. NO.)
76-0624602

Name, mailing address, and telephone number of person to contact, if other than applicant.

CONTACT PERSON (Last name first)

Regina F.

NAME HERE IF NEEDED

COMPANY NAME

Shuman and Walsh, L.L.P.

STREET ADDRESS OR P.O. BOX

Sixteenth Street, NW, Suite 600

City

STATE
DC

ZIP CODE
20036

AREA CODE
(202)

TELEPHONE NO.
939-7900

As Exhibit A-2 the name, mailing address, and telephone number of each additional person who should be contacted.

Is the address where the station's records will be maintained.

ADDRESS

le

STATE

ZIP CODE

- 3.(a) Will the applicant provide program material to cable television systems other than those which the applicant owns or operates?

If "YES," attach as Exhibit A-3 a copy of a written contract specifying that service will be provided on a non-profit, cost-sharing basis; or a copy of a written statement specifying that service will be provided without charge.

- (b) Will the applicant control the station equipment?

- (c) Will the applicant have unlimited access to the equipment?

- (d) Will effective measures be taken to prevent use of the equipment by unauthorized persons?

- (e) Has the applicant or any controlling party to this application had any FCC station license, permit, or authorization revoked?

If "YES," attach as Exhibit A-4 a statement identifying the license, permit, or authorization revoked and the circumstances relevant to the revocation.

4. Attach as Exhibit A-5 a statement showing that the applicant is eligible, pursuant to Part 78 of the Rules, to be a licensee.

5. Attach as Exhibit A-6 a map or drawing of appropriate detail showing the complete proposed relay system including points of interconnection, if any, with other cable television relay stations, common carrier stations, and/or other stations. The map or drawing should show the following:

- (a) Direction of true north;
(b) Location of transmitting site(s), the location of any intermediate relay station(s), passive repeater(s), and terminal receiving point(s);
(c) Call sign(s) and licensee(s) of any station(s) to which applicant's proposed station will be interconnected;
(d) Every path number for the station for which this application is filed.

6. For a new station, new receive site, or change in azimuth, transmit antenna, power (increase only), or frequency of an existing station, attach as Exhibit A-7 a statement or showing detailing the results of a frequency coordination study performed pursuant to Section 78.36 of the FCC Rules by a technically qualified person or entity (e.g. local coordinating committees, frequency engineering firms, etc.).

7. Is the applicant, or any of its partners, members, or owners, a foreign government or the representative thereof?

CERTIFICATION

All the statements made in the application and attached exhibits are considered material representations, and all the exhibits are a material part hereof and are incorporated herein as if set out in full in the application.

The applicant certifies that he has a current copy of the Commission's Rules governing the Cable Television Relay Service (CARS).

The applicant waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.

I CERTIFY that the statements in this application are true, complete, and correct to the best of my knowledge and belief and are made in good faith.

SIGNATURE

DATE



6/4/03

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.

PRINT FULL NAME

Richard W. Ebersole

(Check appropriate classification)

☐ INDIVIDUAL APPLICANT

☐ MEMBER OF APPLICANT PARTNERSHIP

☒ OFFICER OF APPLICANT CORPORATION

☐ OFFICER OF APPLICANT ASSOCIATION

☐ OFFICIAL OF APPLICANT GOVERNMENTAL ENTITY

EXHIBIT A

CALL SIGN

WLY-382*
WLY-671
WLY-672
WLY-673
WLY-674
WLY-675
WLY-677
WLY-680
WLY-723
WLY-729

LOCATION

Big Sky, MT
Alexander Point, ID
Oneida, ID
Montpelier, ID
Summit, ID
Soda Springs, ID
Clarkstone, UT
Alexander, ID
Hogsback, WY
Kemmerer, WY

*in the renewal process

EXHIBIT A-5

This filing is occasioned by the Chapter 11 bankruptcy filing of the licensee of the CARS stations listed on Exhibit A hereto (see also Exhibit B-6 hereto). Mallard Holdings, Inc. is now known as Mallard Holdings, Inc., Debtor-in-Possession. Post-bankruptcy, Mallard Holdings, Inc., Debtor-in-Possession continues to hold the CARS station licenses listed on Exhibit A hereto. An affiliated bankrupt company, Mallard Cablevision, L.L.C., Debtor-in-Possession, the owner and operator of the cable television systems using the subject CARS stations, will continue to manage the operations of these CARS stations pursuant to a pre-existing Management Agreement. Accordingly, Mallard Holdings, Inc., Debtor-in-Possession meets the eligibility requirements of Section 78.13 of the Commission's rules.

APPLICATION FOR CABLE TELEVISION RELAY SERVICE STATION AUTHORIZATION

SCHEDULE B. Control and Ownership Information (The information submitted in this schedule should enable the Commission to identify all entities which either directly or indirectly control the applicant.)

SECTION I. Control and Ownership

1. The following information must be provided for the applicant; for each member or partner, if the applicant is an unincorporated association or partnership; and for each cable television owner or operator, if the applicant is a cooperative enterprise wholly owned by cable television owners or operators. Indicate the legal name; the type of entity (1 = Individual, 2 = Partnership, 3 = Corporation, 4 = Unincorporated Association, or 5 = Governmental Entity); and the Internal Revenue Service Employer Identification (E.I.) Number used by the entity (if the entity has no E.I. Number, use Social Security Number). If the entity is a nongovernmental corporation, indicate the state under whose laws the corporation is organized.

| | | | |
|--|---------------|-----------------------------|--------------------------|
| LEGAL NAME (if person, list last name first) | | | |
| Mallard Holdings, Inc., Debtor-in-Possession | | | |
| CONTINUE NAME HERE IF NEEDED | ENTITY CODE ▶ | E.I. NO. (or Soc. Sec. No.) | STATE OF INCORPORATION ▶ |
| | 3 | 76-0624602 | TX |

Indicate applicant's members; partners; or owners (if a cooperative enterprise).

| | | | |
|--|---------------|-----------------------------|--------------------------|
| LEGAL NAME (if person, list last name first) | | | |
| See Exhibit B-4 | | | |
| CONTINUE NAME HERE IF NEEDED | ENTITY CODE ▶ | E.I. NO. (or Soc. Sec. No.) | STATE OF INCORPORATION ▶ |
| | | | |

| | | | |
|--|---------------|-----------------------------|--------------------------|
| LEGAL NAME (if person, list last name first) | | | |
| | | | |
| CONTINUE NAME HERE IF NEEDED | ENTITY CODE ▶ | E.I. NO. (or Soc. Sec. No.) | STATE OF INCORPORATION ▶ |
| | | | |

| | | | |
|--|---------------|-----------------------------|--------------------------|
| LEGAL NAME (if person, list last name first) | | | |
| | | | |
| CONTINUE NAME HERE IF NEEDED | ENTITY CODE ▶ | E.I. NO. (or Soc. Sec. No.) | STATE OF INCORPORATION ▶ |
| | | | |

(If additional space is needed, attach as Exhibit B-1 the requested information in the same format as above.)

| | YES | NO |
|---|-----|----|
| 2. Is the applicant a cooperative enterprise wholly owned by cable television owners or operators? | | X |
| 3. Has the above-named applicant filed FCC Form 325 indicating all entities which either directly or indirectly control the applicant? | | |
| If "YES," no further items in this section need be answered. N/A | | |
| 4. If the applicant is an unincorporated association or partnership, have the applicant's controlling members or partners filed FCC Form(s) 325 indicating all entities which either directly or indirectly control such controlling members or partners? | | |
| N/A | | |
| If "YES," attach as Exhibit B-2 a statement explaining which members or partners control the applicant; no further items in this section need be answered. | | |

5. If the answer to item 2 is "YES," have the controlling owners or operators of the cooperative enterprise filed FCC Form(s) 325 indicating all entities which either directly or indirectly control such controlling owners or operators?

N/A

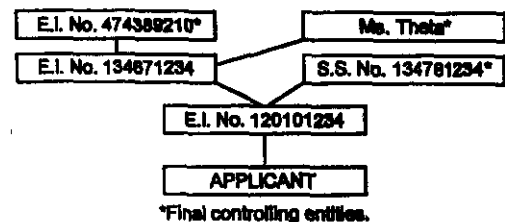
If "YES," attach as Exhibit B-3 a statement explaining which owners or operators control the applicant; no further items in this section need be answered.

6. If the applicant does not answer "YES" to item 3, 4, or 5:

Attach as Exhibit B-4 the information requested of the applicant in item one for each entity which either directly or indirectly controls the applicant. In addition, attach as Exhibit B-5 a detailed diagram of the "family tree" showing the direct or indirect control of the applicant, to and including the final controlling entity or entities. The final controlling entity or entities should be specifically identified.

EXAMPLE

If the applicant is controlled by Partnership Alpha (E.I. No. 120101234) which in turn is controlled by Corporation Beta (E.I. No. 134671234) and by Mr. Dee (who has no E.I. No., but Social Security No. 134781234); and finally Mr. Cay (E.I. No. 474389210) and Ms. Theta (who has no E.I. No. and has elected not to provide her Social Security No.) control Corporation Beta, the diagram would be depicted as shown on the right:



NOTE: Use the word "applicant," not the applicant's name. For controlling entities, use the E.I. No. If they have no E.I. No., use Social Security No. Use controlling entities name only if no E.I. No. or Social Security No. is given. Also, indicate the final controlling entities.

SECTION II. Assignment of Authorization or Transfer of Control

Indicate the name, mailing address, and telephone number of the licensee.

| | | | | |
|---|-------------|-------------------|--------------------|---------------------------|
| LEGAL NAME OF APPLICANT (If person, list name first.) Mallard Holdings, Inc. | | | | |
| CONTINUE NAME HERE IF NEEDED | | | | |
| ASSUMED NAME USED FOR DOING BUSINESS (If any) | | | | |
| MAILING STREET ADDRESS OR P.O. BOX 3281 Racquet Club Drive, Suite B | | | | |
| CITY Traverse City | STATE MI | ZIP CODE 49684 | AREA CODE (231) | TELEPHONE NO. 932-7113 |

Commission authorization is hereby requested for: (Check only one box)

☒ Assignment of CARS license. (pro forma) ☐ Transfer of control of CARS license.

Attached as Exhibit B-6 is a statement describing the proposed assignment or transfer of control. The assignment or transfer of control shall not be completed or become effective until authorization has been issued by the Commission.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE & IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.

Signature

Date

6/4/03

PRINT FULL NAME

Richard W. Ebersole

(Check appropriate classification.)

☐ Individual Applicant ☐ Member of Applicant Partnership ☒ Officer of Applicant Corporation ☐ Officer of Applicant Association ☐ Official of Applicant Governmental Entity

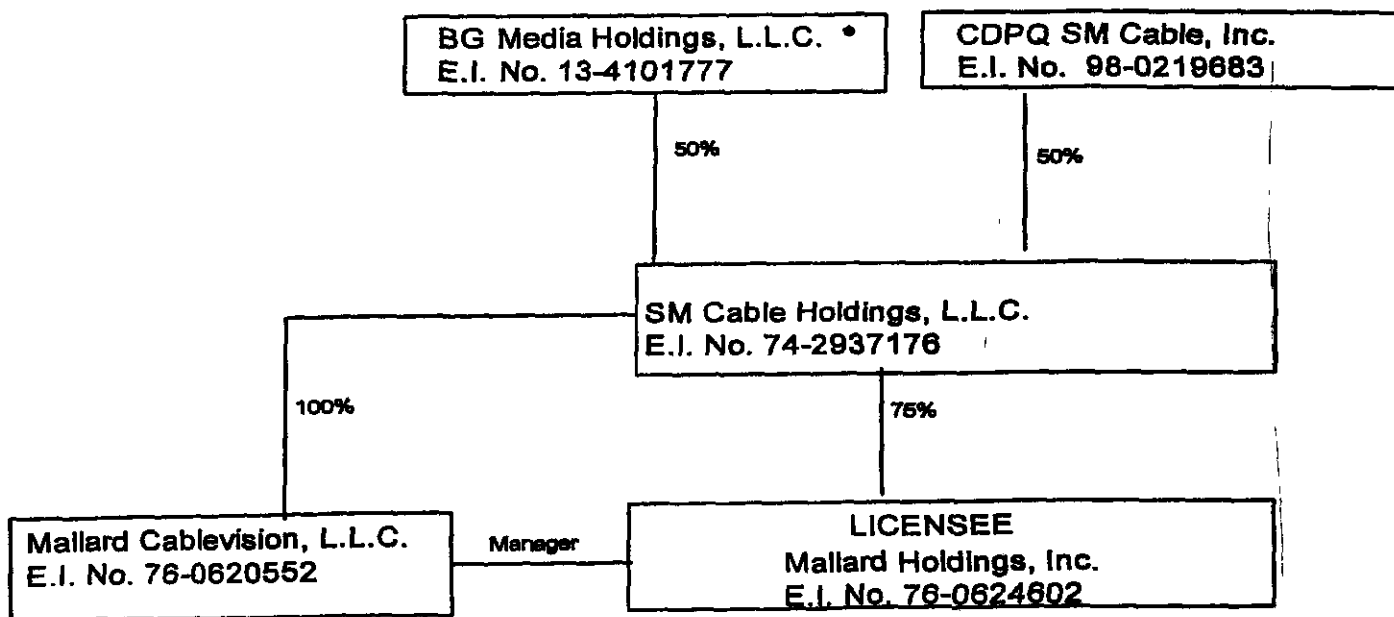
EXHIBIT B-4

| <u>Legal Name</u> | <u>Entity Code</u> | <u>E.I./S.S.#</u> | <u>State of Incorp.</u> |
|---|--------------------|-------------------|-----------------------------|
| BG Media Holdings, L.L.C. | * | 13-4101777 | NY |
| CDPQ SM Cable, Inc. | 3 | 98-0219683 | DE |
| SM Cable Holdings, LLC, Debtor-in-Possession | * | 74-2937176 | NV |

*Limited Liability Company

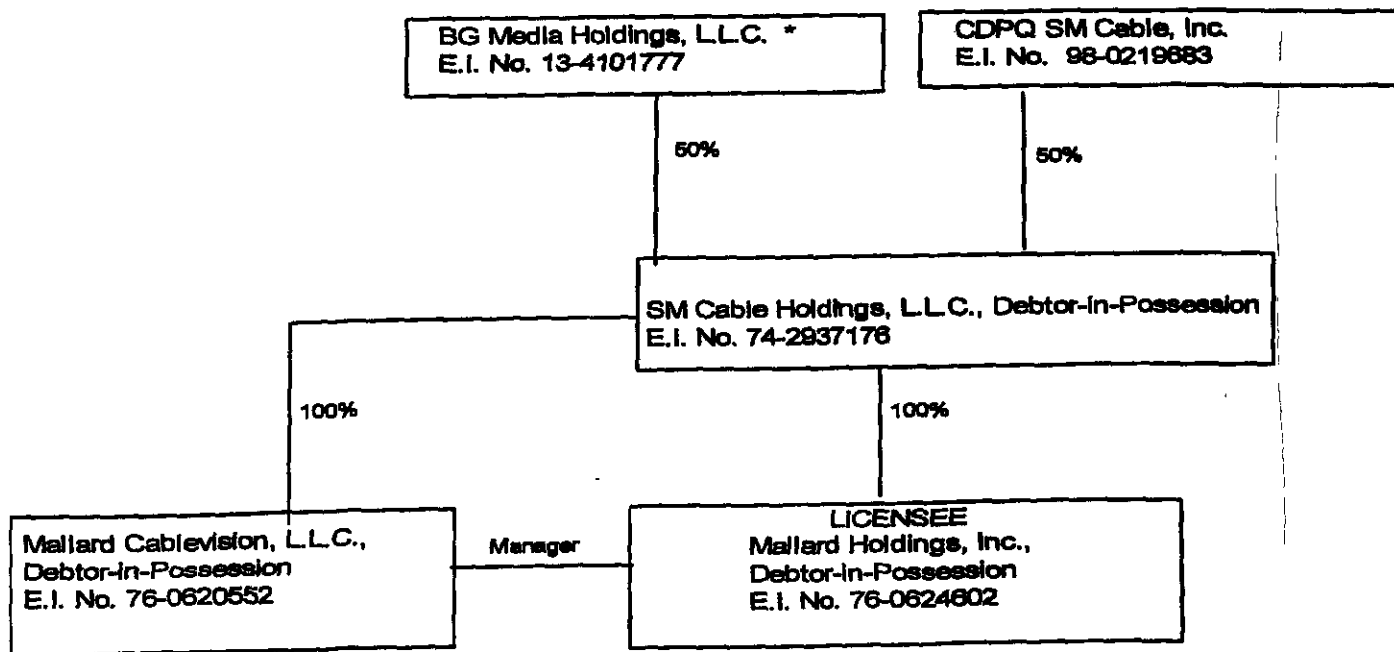
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EXHIBIT B-5
(Ownership Structure Before Transaction)



* Final controlling entitiy

EXHIBIT B-5
(Ownership Structure After Transaction)



* Final controlling entity

EXHIBIT B-6

DESCRIPTION OF PROPOSED TRANSACTION

On May 9, 2003, Mallard Holdings, Inc. ("Licensee") filed a petition for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court of the District of Delaware (see attached). Pursuant to that bankruptcy filing, the present application seeks FCC consent to the involuntary assignment of the CARS station licenses listed on Exhibit A hereto from the Licensee to Mallard Holdings, Inc., Debtor-in-Possession. There is no change in corporate structure of the Licensee as a result of the above-referenced bankruptcy filing. Rather, the Licensee and certain entities in its ownership chain simply have become debtors-in-possession.

Because this application covers involuntary assignments, this application is entitled to *pro forma* treatment and is not subject to the 30 day public notice period or the filing of Petitions to Deny. See Daniel Meister, Esq., Trustee in Bankruptcy: For Consent to the Involuntary Assignment of License of Station WNHC(AM), New Haven, Connecticut, 55 RR 2d 1241 (1984); In re Application of Dennis Elam, Chapter Seven Trustee for Bakcor Communications, Inc. and Bakke Communications, Inc., Assignor and Ramar Development, Inc., Assignee for Assignment of Licenses of KXTO(AM)/KKIK-FM, Lubbock, Texas, 8 FCC Rcd 5185, ¶ 5 (1993). The *pro forma* assignments do not violate any of the Commission's rules concerning prohibited cross-ownership interests. Grant of this application would serve the public interest by allowing the uninterrupted operation of the CARS stations listed at Exhibit A hereto and the continued service to the public provided thereby.

ATTACHMENT TO EXHIBIT B-6

Mallard Holdings, Inc. Bankruptcy Petition

(Official Form 1) (9/01)

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Mallard Holdings, Inc.

FORM B1, Page 2

Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)

Location

Where Filed: - None -

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor:

- None -

Case Number:

Date Filed:

District:

Relationship:

Judge:

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney

X

Michael DeBaesche

Signature of Attorney for Debtor(s)

Michael D. DeBaesche 3186

Printed Name of Attorney for Debtor(s)

Blank Rome LLP

Firm Name

1201 Market Street

Suite 800

Wilmington, DE 19801

Address

(302) 425-6400 Fax: (302) 425-6464

Telephone Number

May 9, 2003

Date

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Authorized Individual

Richard W. Ebersole

Printed Name of Authorized Individual

Chief Financial Officer

Title of Authorized Individual

May 9, 2003

Date

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., Forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)

☒ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that (he or she) may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

X

Signature of Attorney for Debtor(s)

Date

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.☒ No

Signature of Non-Attorney Petition Preparer

I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for completion, and that I have provided the debtor with a copy of this document.

Printed Name of Bankruptcy Petition Preparer

Social Security Number

Address

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

X

Signature of Bankruptcy Petition Preparer

Date

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

ANNEX A

LIST OF AFFILIATED DEBTORS

On May 9, 2003, the following affiliated entities filed petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware. Contemporaneously with the filing of these petitions, these entities filed a motion requesting that the Court administratively consolidate for procedural purposes only and jointly administer their chapter 11 cases.

- **Mallard Cablevision, LLC**
- **Mallard Holdings, Inc.**
- **SunTel Communications, LLC**
- **SM Cable Holdings, LLC**

**United States Bankruptcy Court
District of Delaware**

In re Mallard Holdings, Inc.

Debtor

Case No. _____

Chapter 11

Exhibit "A" to Voluntary Petition

1. If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is N/A.
2. The following financial data is the latest available information and refers to debtor's condition on March 31, 2003.

| | | | |
|--|---------------|------------------|-------------------------------------|
| a. Total assets | \$ | <u>0.00</u> | |
| b. Total debts (including debts listed in 2.c., below) | \$ | <u>0.00</u> | |
| c. Debt securities held by more than 500 holders. | | | Approximate number of holders |
| secured / / | unsecured / / | subordinated /X/ | \$ <u>0.00</u> <u>0</u> |
| secured / / | unsecured / / | subordinated / / | \$ <u>0.00</u> <u>0</u> |
| secured / / | unsecured / / | subordinated / / | \$ <u>0.00</u> <u>0</u> |
| secured / / | unsecured / / | subordinated / / | \$ <u>0.00</u> <u>0</u> |
| secured / / | unsecured / / | subordinated / / | \$ <u>0.00</u> <u>0</u> |
| d. Number of shares of preferred stock | | <u>0</u> | <u>0</u> |
| e. Number of shares of common stock | | <u>100,000</u> | <u>0</u> |

Comments, if any:

Mallard Holdings, Inc. is a Texas Corporation that offers equity in the form of membership units.

3. Brief description of debtor's business:

The Debtors provide cable television services to non-metropolitan markets in eleven (11) states. The Debtors' consolidated cable television operation serves approximately 59,000 cable subscribers.

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
SM Cable Holdings, L.L.C.; Keith D. Spickelmier

**MALLARD HOLDINGS, INC.,
A TEXAS CORPORATION**

**Joint Action by Written Consent of the Directors and the Shareholder Holding in Excess of
66.6% of the Mallard Holdings, Inc.**

Dated: _____, 2003

The undersigned, being a shareholder of Mallard Holdings, Inc., a Texas Corporation (the "Company"), which shareholder owns seventy four point five percent (74.5%) of the authorized and issued shares of Common Stock of the Company and the directors of the Company, acting pursuant to the Amended and Restated Shareholders' Agreement, dated as of March 1, 2000, by and among William R. Jenkins, Keith D. Spickelmier, and SM Cable Holdings, LLC, a Nevada limited liability company, as may have been subsequently amended, the Company's bylaws, and §9.10 of the Texas Business Corporation Act, as amended, for the purpose of taking action without a meeting and waiving all notice with respect thereto, hereby consents to, adopts, and approves the following resolutions:

RESOLVED, that in the judgment of the controlling shareholder and directors of the Company, it is desirable and in the best interests of the Company, its creditors, interestholders, employees and other interested parties, that the Company commence a Chapter 11 case by filing a voluntary petition for relief under the provisions of Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §101 et seq. (the "Bankruptcy Code");

FURTHER RESOLVED, that Richard Ebersole shall serve as the Company's president; as well as its treasurer;

FURTHER RESOLVED, that the Company's Board of Directors shall consist henceforth of the following three (3) persons: Richard Ebersole, J. William Grimes, and Earl Macomber.

FURTHER RESOLVED, that the president and the treasurer (collectively, the "Authorized Filing Officers") be, and each of them acting singly, hereby is, authorized, empowered and directed for and in the name of and on behalf of the Company, to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") at such time as said Authorized Filing Officer executing the same shall determine (the "Chapter 11 Case");

FURTHER RESOLVED, that each of the Authorized Filing Officers, and such other officers of the Company as any such Authorized Filing Officer shall from time to time designate, be and each of them acting singly, hereby is authorized, empowered and directed, for and in the name of and on behalf of the Company, to execute and file all petitions, schedules, lists and other papers, and to take any and all action that any Authorized Filing Officer may deem necessary, proper or desirable in connection with the Chapter 11 Case, with a view of the successful prosecution of the Chapter 11 Case;

FURTHER RESOLVED, that the law firm of Blank Rome, LLP, 1201 Market Street, Suite 800, Wilmington, Delaware 19801, be and hereby is, retained, under an advance retainer, as reorganization counsel for the Company in connection with instituting and maintaining the Chapter 11 Case;

FURTHER RESOLVED, that the law firm of Fleischman and Walsh, L.L.P., 950 M. Tenth Street, Suite 200, Kalamazoo, Michigan 49009, is, retained, under a general retainer for security as regulatory counsel for the Company in connection with strategic transactions in the Chapter 11 Case;

FURTHER RESOLVED, that [Crossroads, LLC] be, and it hereby is, retained, under general retainer for security, as financial advisors to the Company in connection with instituting and maintaining the Chapter 11 Case;

[FURTHER RESOLVED, that _____ be, and it hereby is, retained, under general retainer for security, as accountants to the Company in connection with instituting and maintaining the Chapter 11 Case;]

FURTHER RESOLVED, that _____ be, it hereby is, retained, under general retainer for security, as noticing and claims agent for the Company in connection with instituting and maintaining the Chapter 11 Case;

FURTHER RESOLVED, that each of the Authorized Filing Officers and such other officers of the Company as any such Authorized Filing Officer shall from time to time designate, be, each of them acting singly hereby is, authorized, empowered and directed for and in the name of, and on behalf of the Company to retain and employ other attorneys, investment bankers, accountants, restructuring professionals, financial advisors and other professionals to assist in the Chapter 11 Case on such terms as such officers deem necessary, proper or desirable;

FURTHER RESOLVED, that in connection with the commencement of the Chapter 11 Case, the Authorized Filing Officers are authorized, empowered, and directed to control and manage the use of unliened cash and to take all necessary steps to use "Case Collateral", as that term is defined at §363(a) of the Bankruptcy Code, of the Lenders (as that term is hereinafter defined);

FURTHER RESOLVED, that in connection with the commencement of the Chapter 11 Case by the Company, the Authorized Filing Officers, and such other officers of the Company as the Authorized Filing Officers shall from time to time designate, be and each of them acting singly, empowered and directed for and in the name of, and on behalf of the Company to negotiate, execute and deliver certain financing arrangements with Union Bank of California, N.A., as administrative agent (the "Administrative Agent"), and one or more financial institutions and lenders (together with the Administrative Agent, the "Lenders") pursuant to a secured super-priority debtor-in-possession revolving credit agreement by and among Mallard Cablevision, L.L.C. ("Mallard Cablevision"), a Delaware limited liability company and SunTel Communications, LLC ("SunTel"), a Delaware limited liability company, each as borrower ("Borrowers"), the Company as a guarantor thereunder, the other Guarantors named therein, and the Lenders, whereby the Lenders will agree to extend loans, advances and other financial